

EXHIBIT A

An AST Company

October 10, 2018

Open Road Films, LLC
Attn: Amir Agam, CRO
2049 Century Park East 4th Floor
Los Angeles CA 90067

Re: Open Road Films LLC ("ORF") - 11 U.S.C. § 327 Fees and Expenses

Invoice # : 2400 – 01

For Professional Services: September 1, through September 30, 2018

| Current Charges: | Hours | Rate | Amount |
|---|--------------|-------------|------------------------|
| Andrew Logan Senior Bankruptcy Consultant | <u>1.0</u> | 175.00 | <u>\$175.00</u> |
| Total Hours & Fees | <u>1.0</u> | | <u>\$175.00</u> |
| Less 20% Holdback on Fees | | | <u><35.00></u> |
| Subtotal of Fees | | | 140.00 |
| Expenses | | | 0.00 |
| Total Amount Due | | | <u>\$140.00</u> |

You may make your check payable to Donlin, Recano & Company, Inc. and forward it to the address below or, if you prefer, you may wire payment as per the following instructions:

Account Name: Donlin, Recano & Company, Inc.
Account #: 590872834
Bank Name: HSBC Bank USA
452 Fifth Avenue
New York, NY 10038
ABA #: 021 001 088
Contact: James F. Conti
Telephone #: (212) 525-6677

Feel free to call if you have any questions or are in need of further information. Best regards.

Sincerely,



Nellwyn Voorhies
Executive Director

Enclosures
2400
cc:

**DONLIN, RECANO & COMPANY, INC. ("DRC")
Open Road Films, LLC, et al. Vote/SOFA ("ORFVOTE")
Invoice # 1 – September 1, through September 30, 2018**

I. CONSULTING FEES (SEE EXHIBIT A FOR DETAILS)

1.0 hours @ \$175.00/hour 175.00

SUB TOTAL - Consulting Fees 175.00

II. OUT OF POCKET EXPENSES

None required September 1, through September 30, 2018 0.00

SUB TOTAL - Out of Pocket Expenses 0.00

TOTAL CHARGES - September,2018 \$175.00

Less: 20% Holdback on Fees <35.00>

AMOUNT DUE \$140.00

DONLIN, RECANO & COMPANY, INC. ("DRC")
Open Road Films, LLC, et al. Vote/SOFA ("ORFVOTE")
Invoice # 1 – September 1, through September 30, 2018

Summary of Charges by Activity

| | | | |
|-----------------------|------------|-------|-----------------|
| Retention | 0.1 | hours | \$17.50 |
| SOFA/SOAL Preparation | <u>0.9</u> | hours | <u>157.50</u> |
| Total | 1.0 | | \$175.00 |

DONLIN, RECANO & COMPANY, INC. ("DRC")

Exhibit A

Invoice # : 2400 - 001 - September 1, through September 30, 2018

| <u>Date</u> | <u>User</u> | <u>Activity - SOFA/SOAL Preparation</u> | <u>Hours</u> | <u>Rate</u> | <u>Charges</u> |
|---|-------------|--|--------------|-------------|-----------------|
| 9-12 | A. Logan | Review and respond to financial advisor re schedule and statement preparation and coordinate preparation of DRC workbooks for data collection re same, review same and e-mail to financial advisor of workbooks and instructions for schedule & statement preparation. | 0.6 | 175.00 | 105.00 |
| 9-17 | A. Logan | Follow-up with FTI re use of DRC's templates for data collection. | 0.1 | 175.00 | 17.50 |
| 9-25 | A. Logan | Follow-up on status of schedule and statement preparation with financial advisor. | <u>0.2</u> | 175.00 | 35.00 |
| TOTAL HOURS – September 1, through September 30, 2018 | | | | | <u>0.9</u> |
| TOTAL CHARGES | | | | | <u>\$157.50</u> |

DONLIN, RECANO & COMPANY, INC. ("DRC")

Exhibit A

Invoice # : 2400 - 001 - September 1, through September 30, 2018

| <u>Date</u> | <u>User</u> | <u>Activity - Retention</u> | <u>Hours</u> | <u>Rate</u> | <u>Charges</u> |
|---|-------------|--|--------------|-------------|----------------|
| 9-28 | A. Logan | Review order retaining DRC as admin. Agent. | <u>0.1</u> | 175.00 | 17.50 |
| TOTAL HOURS – September 1, through September 30, 2018 | | | | | <u>0.1</u> |
| TOTAL CHARGES | | | | | <u>\$17.50</u> |

An AST Company

November 21, 2018

Open Road Films, LLC
Attn: Amir Agam, CRO
2049 Century Park East 4th Floor
Los Angeles CA 90067

Re: Open Road Films LLC ("ORF") - 11 U.S.C. § 327 Fees and Expenses

Invoice # : 2400 - 02

For Professional Services: October 1, through October 31, 2018

| Current Charges: | Hours | Rate | Amount |
|---|--------------|-------------|-------------------|
| Andrew Logan Senior Bankruptcy Consultant | 24.8 | 195.00 | \$4,836.00 |
| Nora Morales* Case Manager | 5.7 | 195.00 | \$1,111.50 |
| Total Hours & Fees | <u>30.50</u> | | <u>\$5,947.50</u> |
| Less 20% Holdback on Fees | | | <1,189.50> |
| Subtotal of Fees | | | 4,758.00 |
| Expenses | | | 0.00 |
| Total Amount Due | | | <u>\$4,758.00</u> |

*-Different rates apply depending upon tasks being worked on.

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Account Name: Donlin, Recano & Company, Inc.
Account #: 590872834
Bank Name: HSBC Bank USA
452 Fifth Avenue
New York, NY 10038
ABA #: 021 001 088

Feel free to call if you have any questions or are in need of further information. Best regards.

Sincerely,



Nellwyn Voorhies
Executive Director

Enclosures

2400

cc:

**DONLIN, RECANO & COMPANY, INC. ("DRC")
Open Road Films, LLC, et al. Vote/SOFA ("ORFVOTE")
Invoice # 2 – October 1, through October 31, 2018**

I. CONSULTING FEES (SEE EXHIBIT A FOR DETAILS)

30.5 hours @ \$195.00/hour **5,947.50**

SUB TOTAL - Consulting Fees 5,947.50

II. OUT OF POCKET EXPENSES

None required October 1, through October 31, 2018 **0.00**

SUB TOTAL - Out of Pocket Expenses 0.00

TOTAL CHARGES – October 1, through October 31, 2018 \$5,947.50

Less: 20% Holdback on Fees <1,189.50>

AMOUNT DUE \$4,758.00

DONLIN, RECANO & COMPANY, INC. ("DRC")
Open Road Films, LLC, et al. Vote/SOFA ("ORFVOTE")
Invoice # 2 – October 1, through October 31, 2018

Summary of Charges by Activity

| | | |
|-----------------------|-------------------|-------------------|
| SOFA/SOAL Preparation | <u>30.5</u> hours | <u>\$5,947.50</u> |
| Total | 30.5 | \$5,947.50 |

Invoice # : 2400 - 002 - October 1, through October 31, 2018

| <u>Date</u> | <u>User</u> | <u>Activity - SOFA/SOAL Preparation</u> | <u>Hours</u> | <u>Rate</u> | <u>Charges</u> |
|-------------|-------------|--|--------------|-------------|----------------|
| 10-15 | A. Logan | Review limited schedule asset data sent by financial advisor and populate DRC schedule workbook. | 0.2 | 195.00 | 39.00 |
| 10-16 | A. Logan | Review additional Schedule data received and incorporate into DRC workbooks (0.6). Follow-up on preparation of global notes (0.1). Research and compile sample Schedules and SOFA's from Relativity case and e-mail to financial advisor (0.2). | 0.9 | 195.00 | 175.50 |
| 10-17 | A. Logan | Follow-up with client on data for Schedules & SOFA's (0.2). Follow-up with DRC team re same (0.1). Review SOFA data received and incorporate into DRC SOFA workbook for production of SOFA's (1.3). Review Schedule workbook data received and incorporate into DRC Schedule workbook for production (0.8). Review Schedule G data and scrub same and update same and incorporate into DRC workbook and follow-up with client on missing information (0.7). Coordinate production of drafts of SOFA's and review same and transmit to client (0.8). Review Schedule D, E data and scrub same and complete Schedule H and Schedule D, part 2 and transfer data to master workbooks for processing (1.2). Coordinate production of drafts of SOALS and review same and transmit to client (0.6). | 5.7 | 195.00 | 1,111.50 |
| 10-17 | N. Morales | Proof Schedules. | 1.6 | 195.00 | 312.00 |
| 10-17 | N. Morales | Proof Statement of Financial Affairs. | 1.6 | 195.00 | 312.00 |
| 10-18 | A. Logan | Follow-up on preparation of schedules & statements (0.2). Review additional data received for Statements and update DRC's master workbook with same and follow-up on missing information (1.2). Coordinate production of Statements (0.3). Review updated drafts of Statements and circulate to client (0.4). | 2.1 | 195.00 | 409.50 |
| 10-19 | A. Logan | Review updated and new data received from FTI and incorporate into Schedule & statement workbooks and coordinate production of updated Schedules and Statements, review same and transmit to FTI (3.6). Follow-up on schedules & statements processing (0.2). | 3.8 | 195.00 | 741.00 |

Invoice # : 2400 - 002 - October 1, through October 31, 2018

| <u>Date</u> | <u>User</u> | <u>Activity - SOFA/SOAL Preparation</u> | <u>Hours</u> | <u>Rate</u> | <u>Charges</u> |
|---|-------------|--|--------------|-------------|-------------------|
| 10-20 | A. Logan | Review updated SOFA data received from FTI and incorporate into DRC SOFA workbook, coordinate production of revised drafts of SOFA's and transmit updated drafts to FTI with list of open items. | 2.9 | 195.00 | 565.50 |
| 10-21 | A. Logan | Review updated data received from FTI for Schedules & Statements and update DRC workbooks accordingly, coordinate production of updated drafts of Schedules & Statements, proof same and transmit to FTI. | 2.7 | 195.00 | 526.50 |
| 10-22 | A. Logan | Review updated data received from FTI for schedules & statements and incorporate updates to DRC master workbooks and coordinate production of updated schedules & statements and transmit to FTI (2.9). Follow-up with FTI on further revisions to schedules & statements (0.2). Review additional updated data received from FTI for schedules & statements and incorporate to DRC master workbooks and coordinate production of updated final versions of schedules & statements, insert global notes and prepare for court filing and e-mail to working group for final review (3.4). | 6.5 | 195.00 | 1,267.50 |
| 10-22 | N. Morales | Review Schedules and forward to various parties for approval. | 0.8 | 195.00 | 156.00 |
| 10-22 | N. Morales | Review Statement of Financial Affairs and forward to various parties for approval. | 0.7 | 195.00 | 136.50 |
| 10-22 | N. Morales | Review Schedules and forward to various parties for approval. | 0.5 | 195.00 | 97.50 |
| 10-22 | N. Morales | Review Statement of Financial Affairs and forward to various parties for approval. | <u>0.5</u> | 195.00 | 97.50 |
| TOTAL HOURS – October 1, through October 31, 2018 | | | | | <u>30.5</u> |
| TOTAL CHARGES | | | | | <u>\$5,947.50</u> |

EXHIBIT B

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re

OPEN ROAD FILMS, LLC, a Delaware
limited liability company, *et al.*,¹

Debtors.

Chapter 11

Case No.: 18-12012 (LSS)

(Jointly Administered)

CERTIFICATION OF ROLAND TOMFORDE

I, Roland Tomforde, verify as follows:

1. I am Chief Operating Officer of Donlin, Recano & Company, Inc., (“DRC”) the administrative agent for the above-captioned debtors and debtors in possession (collectively, the “Debtors”), in the above-captioned matter and submit this Certification in connection with the application of DRC for the first monthly allowance for services rendered to the Debtors during the period September 6, 2018 through October 31, 2018 (the “Application”).

2. In compliance with the Title 18 U.S.C. § 155 and the Rules of this Court, neither I nor anyone of DRC has entered into any agreement, written or oral, express or implied, with the Debtors, any creditor, or any other party in interest, nor any attorney for such person, for the purpose of fixing the amount of any of the fees or other compensation to be allowed out of or paid from the assets of the Debtors other than in accordance with the compensation provisions of the Bankruptcy Code and Rules.

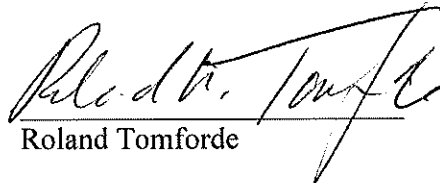
¹ The Debtors and the last four digits of their respective federal taxpayer identification numbers are as follows: Open Road Films, LLC (4435-Del.); Open Road Releasing, LLC (4736-Del.); OR Productions LLC (5873-Del.); Briarcliff LLC (7304-Del.); Open Road International LLC (4109-Del.); and Empire Productions LLC (9375-Del.). The Debtors’ address is 2049 Century Park East, 4th Floor, Los Angeles, CA 90067.

3. In accordance with Section 504 of the Bankruptcy Code, no agreement or understanding exists between me, DRC or any of our personnel, on the one hand, and any other person, on the other hand, for the division of such compensation as DRC may receive from the Debtors herein, nor will I nor any officer, director or staff of DRC make any division of fees prohibited by Section 504 of the Bankruptcy Code.

4. I have reviewed the requirements of Local Rule 2016-2, and the Application complies with it. To the extent that DRC's policies or customary changes vary from those permitted by Local Rule 2016-2, the policies and changes set by Rule 2016-2 have been used.

Pursuant to 28 U.S.C. § 1746, I certify under penalty of perjury that the foregoing statements are true and correct to the best of my knowledge, information, and belief.

Dated: November 28, 2018


Roland Tomforde